



**AN ASSET MANAGEMENT
FIRM **ROOTED** IN CANADA'S
AGRICULTURAL SECTORS**

EXECUTIVE SUMMARY

Ownership of agricultural assets has historically provided an excellent vehicle to grow wealth over most time periods. We believe the need for all sectors of agriculture is set to increase materially over the next two decades. Estimates project global population to reach 9.6 billion by 2050 and we expect the appreciation and demand of agricultural assets to track that growth. The required expansion in food production should also continue to increase, giving way to unique investment opportunities in agricultural markets, and the commercial businesses supporting the entire agricultural sector. We believe that future inflationary pressures should also help drive the value of agricultural land and property higher. This outlook should provide attractive opportunities for investment, but until very recently there have been very limited options for investors to access these types of opportunities. AgriRoots Capital Management Inc. will provide investors with the opportunity to participate in this growth.

AgriRoots Capital Management Inc. has been created to build and manage a suite of investment opportunities in the agriculture space. The founders of AgriRoots have a strong track record in the Alternative Lending, Investment & Agriculture industries and will bring this unique skill set to bear in creating a leading agriculture focused investment firm.



*“OUR GOAL IS TO
FOCUS ON OPPORTUNITIES
IN THE CURRENTLY
UNDER DEVELOPED
AGRICULTURE INDUSTRY”*

DIRECTORS / FOUNDERS

LEADERSHIP TEAM



Robb Nelson, BBA, *Chief Executive Officer*

Robb co-founded and is the co-owner and CEO of AgriRoots Capital Management Inc. Robb is a successful entrepreneur with over 35 years business experience growing start-up organizations in telecommunications, hospitality, finance, land development and housing construction.

Since 2001, Robb has been a practicing mortgage professional, founding principal, Broker of Record, and CEO of FamilyLending.ca Inc. where he has actively brokered private and institutional capital. Robb is a founding member with the Canadian Association of Accredited Mortgage Professionals and has grown a reputation to be a leader in lending within the Agricultural Industry.

Robb studied at the University of New Brunswick where he obtained his degree in Business Administration. For the past 20 years, Robb has worked with local government and the Chamber to promote the local area. He is currently a voting member for Chatham Kent Plan 2035 Advisory Committee and is the Chair of the Connecting2CK.ca Private Enterprise Committee.



Shawn Bustin, BComm, *President*

Shawn came to AgriRoots with bringing 22 years' professional experience as a Senior Executive in the Financial Services Industry in Canada as well as key personal experience in the Farming Industry. Shawn is accomplished in leading functional teams in Retail Banking, Commercial & Agricultural Lending, and Wealth Management. In addition, roles have included responsibility and active participation in Strategic Planning, Asset/Liability & Liquidity Management, Mergers & Acquisitions and Enterprise Risk Management.

Shawn completed his Diploma in Business Administration from St. Clair College and his Bachelor of Commerce from University of Windsor. He is currently in the final stages of completing his Executive MBA in Financial Services from Dalhousie University.

As a Life-long resident of Chatham-Kent with his wife and two children, Shawn is consistently active in our Community, having served on a number of local Boards and Committees.



Matthew Alexander, MBA, BAcc, *Operations Manager / Investor Relations*

Matt came to AgriRoots with 25 years of leadership experience in Hospitality and Property Management. In these roles he has worked closely with Municipalities, Advisory Boards, as well as special interest groups to problem solve effectively for mutual benefit. He focuses daily on the needs of his customers as well as his team and has a passion for life-long learning and personal growth.

Matt has spent numerous hours aiding in the fund raising efforts of several non for profit organizations such as Canadian Mental Health Association, Crime Stoppers, Camlachie Athletic Association, and Bluewater Gymnastics. Matt began his post-secondary education with an honours degree in Accounting prior to obtaining his Masters of Business Administration from the Odette School of Business at the University of Windsor.

Claude Robillard, Partner

Mr. Claude Robillard is the Founder and Principal of 43 North Group, a consulting firm focused on alternative asset classes and ESG/impact investing. Formerly he was the Managing Director of IR at West Face Capital where he engaged with sovereign wealth funds, pension funds, endowments, funds of funds, and family offices in domestic and international markets. Prior to joining West Face Capital Mr. Robillard was with CIBC World Markets where he oversaw CIBC's Capital Introduction Group and contributed to the bank's cross-asset capabilities. Prior to joining CIBC he was a Managing Director of Artemis Investment Management, a multi-strategy alternative asset manager. In 2007 he co-founded a European-based real estate investment group focused on development and infrastructure projects in Eastern Europe. Formerly Mr. Robillard was a founding partner of an asset management company launched in New York that subsequently expanded to Hong Kong and Toronto, and previously held senior roles within HSBC Securities, RBC Royal Bank, and CIBC World Markets, with a focus on alternative asset classes. He is a Member of the Board of Directors of the Canadian Commercial Corporation, an advisor to UNICEF Canada on ECD projects, a member of McGill University's Expert Panel in Investment Management, a registered dealing representative of Belco Private Capital Inc., and a frequent guest speaker and lecturer on alternative investments.



Cristina Stefanescu, CPA, Controller / Accountant

Cristina is a CPA, CGA with 20+ years experience in various industries. As our Controller, she is responsible for maintaining the accounting and reporting of AgriRoots Capital Management Inc as well as our various products. We are proud to have Cristina on our team as we grow.

DIRECTORS



Tom Sabourin, CA, Director

Tom became President and CEO of Polar Asset Management Partners in 2006, after joining the firm as Chief Financial Officer in 1994. From 1996 to 2005, Tom also acted as a Vice-President of Polar Equity Partners, an affiliated private equity manager, where he assumed a leadership role in many of the firm's investments.

Tom began his career with Ernst & Young in 1986 after earning a B.Eng from the University of Western Ontario. He gained his Chartered Accountant designation in 1988. Tom leads Polar's charitable efforts through The Polar Foundation, which has contributed \$3 million to "Help Communities Thrive" since its inception.



Jean-Marie Laprise, Director

Jean is a well established professional in the Agricultural Industry. He is the Co-Founder and Principal of Laprise Farms Ltd, a very diversified, family owned Agri-business with several divisions involved in field, greenhouse, and hydroponic vegetable production as well as vegetable preparation for both the food processing and fresh market industries.

Jean has been a key advisor and held long term Director Roles on local and provincial committees including; La Caisse Populaire de Pain Court, Ontario Vegetable Growers' Marketing Board, Ontario Seedling Growers' Marketing Board, and the 2018 International Plowing Match and Rural Expo

In addition Jean has been recognized receiving Entrepreneur of the year Award (Chatham and District Chamber of Commerce), Industrial Energy Innovator Award (Canadian Industry Program for Energy Conservation), Feature Act Award (Chatham-Kent), and was inducted into the Chatham-Kent Agriculture Hall of Fame in 2017.



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Director

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ADVISORY BOARD



John Cowan

Advisor

John is currently Partner/President of North American Plant Genetics. The company sources corn, soy, sunflower and sorghum genetics in Canada and the USA; doing production and sales and marketing in Ukraine. John previously held the position of VP, Strategic Development for the Grain Farmers of Ontario from 2011 – 2014.

He came to GFO from Hyland Seeds where he spent 34 years, ultimately ascending to the position of President which he held from 1997 – 2011.

John has extensive experience in the seed business and knowledge of the grain industry.

His industry experience has included 8 years on the executive board of the Canadian Seed Trade Association, including a term as President in 2005 – 2006. He has served as a director on the Ontario Agri Business Board and member of the Canadian Agri-Marketing Association. His most recent board experience has been on the Oilseed innovation Partners, including the position of Board Chair from 2015 – 2018.



Donald Belovich, LLB, MBA

Advisor

Donald Belovich is a partner at the leading law firm Stikeman Elliott LLP in the Capital Markets, Securities and Mergers & Acquisitions Groups. His practice focuses on mergers and acquisitions, public financings and complex corporate reorganizations. Donald also acts as counsel to issuers and underwriters in connection with initial public offerings and other public offerings and private placements. He regularly advises issuers, boards of directors and special committees on the structuring of M&A transactions, negotiating key transaction documentation, directors' fiduciary duties, and other corporate governance, compliance and general matters.

Donald is the co-founder of 100 Guys Who Care Oakville (www.100guyswhocareoakville.com), a grass-roots organization that raises funds and awareness for Halton, Ontario based charities. Donald was also formerly an infantry officer in the Canadian Armed Forces.

WHERE WE BEGAN

AgriRoots Capital Management Inc. was created out of the FamilyLending.ca business model. Over the past 17 years, FamilyLending experienced increasing demand for private capital mortgages in the agricultural sector. This demand for agricultural lending occurs when borrowers are unable to meet the mainstream financial services underwriting requirements. These borrowers often have ample surplus collateral in land and buildings that helps minimize the risk of capital loss. Based on our experience and some due diligence, we've been able to better understand their current liquidity issues and clear paths to returning their agricultural operations back to "bank criteria eligible". Beyond this need for private capital, we believe there is an investor market wanting a higher yield, and a brokerage-business able to identify the opportunities and connect the parties. These conditions created what we believe is a unique opportunity, and FamilyLending was realized. The company began to assemble teams of private capital investors and matching them with agricultural lending opportunities that would not meet the typical mainstream financial model.

As a result, over the past five years, numerous private agricultural and commercial mortgages have been funded. On average, these mortgages have tended to mature every two years as the borrowers return to mainstream capital markets. AgriRoots Capital Management Inc. was created to focus on these opportunities and establish itself as the industry leader in Canadian non-bank agricultural lending. Over time, AgriRoots plans to roll out additional agricultural focused investment products and opportunities, allowing investors to participate in what has been a stable and growing asset class. All of these factors, along with our unique experience and skill set, have led to this exciting opportunity with AgriRoots Capital Management Inc.

The initial product launched is the AgriRoots Diversified Lending Fund, a limited partnership established to provide secured mortgage financing focused in the agricultural space, primarily in Ontario. This is a market we know very well. It is suitable for Accredited Investors only. Our plans call for additional credit and equity type agricultural opportunities to be offered to all types of investors in the future.



IMPORTANT: AgriRoots is NOT a shortcut to easy credit. All of the standard, proven underwriting processes, rigor and due diligence used in the mainstream financial vertical will form an integral part of AgriRoots Capital Management Inc.'s risk management policy.

WHERE WE WILL GROW

Our portfolio is composed entirely of products in the agricultural sector. We believe that the local market demand for capital in the agricultural industry reflects what is required across Canada, making this platform very attractive. That need for capital matches up well with the increasing need for stable investment opportunities from investors looking for yielding products that are uncorrelated to other asset classes.

Canada has more than 193,000 farms valued at over \$470 billion, plus equipment valued at over \$50 billion, and the agricultural sector employs hundreds of thousands of people in Canada, according to data available from the 2016 Canadian Census.

Based on our experience, we estimate that a minimum of 10% of the agricultural borrowing market does not meet their financial institutions stringent borrowing guidelines. This 10% segment represents not clients in the middle or final stages of business failure / foreclosure, but rather operators that require access to funds for a one to three year period with financing terms that simply do not fit within the banks' policies. Based on recent census numbers, that 10% estimate would equate to a Canadian market size of approximately \$15 billion market size. At AgriRoots, we use the relationships from our brokerage beginnings as well as our current agricultural clients to connect with these customers and create investment opportunities for investors.

Statistics Canada: Balance sheet of the agricultural sector as at December 31st

<https://www150.statcan.gc.ca/t1/tbl1/en/tv.action?pid=3210005601&pickMembers%5B0%5D=1.1>

[September 18, 2019]



COME GROW WITH US



AgriRoots Capital Management Inc. has successfully assembled a dynamic team of industry leaders with extensive backgrounds in fund management, brokerage, agricultural finance, capital generation, and customer service to deliver on its vision of positioning themselves as the provider of capital solutions to Canada's agricultural sector.

We are currently looking for qualified investors with an interest in this unique and very attractive space.

Our Investment Solutions are for "accredited investors" as defined under National Instrument 45-106 Prospectus Exemptions ("NI 45-106") and Section 73.3 of the Securities Act (Ontario). For full disclaimer please visit AgriRoots.ca

Introductions are exclusively permitted through registered exempt market dealers. AgriRoots Capital Management Inc. has retained Belco Private Capital Inc. to act as its registered exempt market dealer.

Additional Information

Robb Nelson, BBA | robb@agriroots.ca | c. 519 436 3353
Shawn Bustin, BComm | shawn@agriroots.ca | c. 519 359 5012



For Offering Documents:

Matthew Alexander, MBA, BAcc | matt@belcopc.com | c. 519 359 6231
Registered dealing representative of Belco Private Capital Inc. Belco Private Capital is the Exempt Market Dealer for the AgriRoots Diversified Lending Fund

AgriRoots Capital Management Inc.

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